

## Adjusted Current Earnings Worksheet

▶ See ACE Worksheet Instructions.

1	Pre-adjustment AMTI. Enter the amount from line 3 of Form 4626 . . . . .		1	-73,256,392
2	ACE depreciation adjustment:			
a	AMT depreciation . . . . .	2a	64,701,702	
b	ACE depreciation:			
(1)	Post-1993 property . . . . .	2b(1)	59,936,665	
(2)	Post-1989, pre-1994 property . . . . .	2b(2)	1,447,791	
(3)	Pre-1990 MACRS property . . . . .	2b(3)	562,215	
(4)	Pre-1990 original ACRS property . . . . .	2b(4)	588,564	
(5)	Property described in sections 168(f)(1) through (4) . . . . .	2b(5)		
(6)	Other property . . . . .	2b(6)	68,139	
(7)	Total ACE depreciation. Add lines 2b(1) through 2b(6) . . . . .	2b(7)	62,603,374	
c	ACE depreciation adjustment. Subtract line 2b(7) from line 2a . . . . .		2c	2,098,328
3	Inclusion in ACE of items included in earnings and profits (E&P):			
a	Tax-exempt interest income . . . . .	3a		
b	Death benefits from life insurance contracts . . . . .	3b		
c	All other distributions from life insurance contracts (including surrenders) . . . . .	3c		
d	Inside buildup of undistributed income in life insurance contracts . . . . .	3d	40,343,312	
e	Other items (see Regulations sections 1.56(g)-1(c)(6)(iii) through (ix) for a partial list) . . . . .	3e	112,647	
f	Total increase to ACE from inclusion in ACE of items included in E&P. Add lines 3a through 3e . . . . .		3f	40,455,959
4	Disallowance of items not deductible from E&P:			
a	Certain dividends received . . . . .	4a	452	
b	Dividends paid on certain preferred stock of public utilities that are deductible under section 247 . . . . .	4b		
c	Dividends paid to an ESOP that are deductible under section 404(k) . . . . .	4c		
d	Nonpatronage dividends that are paid and deductible under section 1382(c) . . . . .	4d		
e	Other items (see Regulations sections 1.56(g)-1(d)(3)(i) and (ii) for a partial list) . . . . .	4e		
f	Total increase to ACE because of disallowance of items not deductible from E&P. Add lines 4a through 4e . . . . .		4f	452
5	Other adjustments based on rules for figuring E&P:			
a	Intangible drilling costs . . . . .	5a		
b	Circulation expenditures . . . . .	5b		
c	Organizational expenditures . . . . .	5c		
d	LIFO inventory adjustments . . . . .	5d	-3,400,000	
e	Installment sales . . . . .	5e		
f	Total other E&P adjustments. Combine lines 5a through 5e . . . . .		5f	-3,400,000
6	Disallowance of loss on exchange of debt pools . . . . .		6	
7	Acquisition expenses of life insurance companies for qualified foreign contracts . . . . .		7	
8	Depletion . . . . .		8	5,495,486
9	Basis adjustments in determining gain or loss from sale or exchange of pre-1994 property . . . . .		9	-259,036
10	Adjusted current earnings. Combine lines 1, 2c, 3f, 4f, and 5f through 9. Enter the result here and on line 4a of Form 4626 . . . . .		10	-28,865,203

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JXB

F 11/19/98

W.R. GRACE & CO., & Subsidiaries

Identifying number  
65-0773649

1 Enter the gross proceeds from sales or exchanges reported to you for 2001 on Form(s) 1099-B or 1099-S (or substitute statement) that you are including on line 2, 10, or 20 (see instructions) . . . . . **1**

**Part I Sales or Exchanges of Property Used in a Trade or Business and Involuntary Conversions From Other Than Casualty or Theft - Most Property Held More Than 1 Year** (See instructions.)

2	(a) Description of property	(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)	(d) Gross sales price	(e) Depreciation allowed or allowable since acquisition	(f) Cost or other basis, plus improvements and expense of sale	(g) Gain or (loss) Subtract (f) from the sum of (d) and (e)
	See Stmt 34						-643,249

3 Gain, if any, from Form 4684, line 39 . . . . . **3**  
4 Section 1231 gain from installment sales from Form 6252, line 26 or 37 . . . . . **4**  
5 Section 1231 gain or (loss) from like-kind exchanges from Form 8824 . . . . . **5**  
6 Gain, if any, from line 32, from other than casualty or theft . . . . . **6** 1,202,034  
7 Combine lines 2 through 6. Enter the gain or (loss) here and on the appropriate line as follows: . . . . . **7** 558,785

**Partnerships (except electing large partnerships).** Report the gain or (loss) following the instructions for Form 1065, Schedule K, line 6. Skip lines 8, 9, 11, and 12 below.

**S corporations.** Report the gain or (loss) following the instructions for Form 1120S, Schedule K, lines 5 and 6. Skip lines 8, 9, 11, and 12 below, unless line 7 is a gain and the S corporation is subject to the capital gains tax.

**All others.** If line 7 is zero or a loss, enter the amount from line 7 on line 11 below and skip lines 8 and 9. If line 7 is a gain and you did not have any prior year section 1231 losses, or they were recaptured in an earlier year, enter the gain from line 7 as a long-term capital gain on Schedule D and skip lines 8, 9, 11, and 12 below.

8 Nonrecaptured net section 1231 losses from prior years (see instructions) . . . . . **8**  
9 Subtract line 8 from line 7. If zero or less, enter -0-. Also enter on the appropriate line as follows (see inst): . . . . . **9** 0

**S corporations.** Enter any gain from line 9 on Schedule D (Form 1120S), line 15, and skip lines 11 and 12 below.

**All others.** If line 9 is zero, enter the gain from line 7 on line 12 below. If line 9 is more than zero, enter the amount from line 8 on line 12 below, and enter the gain from line 9 as a long-term capital gain on Schedule D.

**Part II Ordinary Gains and Losses**

10 Ordinary gains and losses not included on lines 11 through 17 (include property held 1 year or less):


11 Loss, if any, from line 7 . . . . . **11**  
12 Gain, if any, from line 7 or amount from line 8, if applicable. . . . . **12**  
13 Gain, if any, from line 31 . . . . . **13** 1,829,382  
14 Net gain or (loss) from Form 4684, lines 31 and 38a . . . . . **14**  
15 Ordinary gain from installment sales from Form 6252, line 25 or 36. . . . . **15**  
16 Ordinary gain or (loss) from like-kind exchanges from Form 8824 . . . . . **16**  
17 Recapture of section 179 expense deduction for partners and S corporation shareholders from property dispositions by partnerships and S corporations (see instructions) . . . . . **17**  
18 Combine lines 10 through 17. Enter the gain or (loss) here and on the appropriate line as follows: . . . . . **18** 1,829,382

**a For all except individual returns.** Enter the gain or (loss) from line 18 on the return being filed.

**b For individual returns:**

(1) If the loss on line 11 includes a loss from Form 4684, line 35, column (b)(ii), enter that part of the loss here. Enter the part of the loss from income-producing property on Schedule A (Form 1040), line 27, and the part of the loss from property used as an employee on Schedule A (Form 1040), line 22. Identify as from "Form 4797 line 18b(1)." See instructions . . . . . **18b(1)**

(2) Redetermine the gain or (loss) on line 18 excluding the loss, if any, on line 18b(1). Enter here and on Form 1040, line 14 . . . . . **18b(2)**

For Paperwork Reduction Act Notice, See Instructions.

Form 4797 (2001)

**Part III Gain From Disposition of Property Under Sections 1245, 1250, 1252, 1254, and 1255**

(a) Description of section 1245, 1250, 1252, 1254, or 1255 property:		(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)
C			
D			
These columns relate to the properties on lines 19A through 19D. ▶		Property A	Property B
		Property C	Property D
20	Gross sales price (Note: See line 1 before completing.) . . . . .	20	
21	Cost or other basis plus expense of sale . . . . .	21	
22	Depreciation (or depletion) allowed or allowable . . . . .	22	
23	Adjusted basis. Subtract line 22 from line 21 . . . . .	23	
24	Total gain. Subtract line 23 from line 20 . . . . .	24	
25	If section 1245 property:		
a	Depreciation allowed or allowable from line 22 . . . . .	25a	
b	Enter the smaller of line 24 or 25a . . . . .	25b	
26	If section 1250 property: If straight line depreciation was used, enter -0- on line 26g, except for a corporation subject to section 291.		
a	Additional depreciation after 1975 (see instructions) . . . . .	26a	
b	Applicable percentage multiplied by the smaller of line 24 or line 26a (see instructions) . . . . .	26b	
c	Subtract line 26a from line 24. If residential rental property or line 24 is not more than line 26a, skip lines 26d and 26e. . . . .	26c	
d	Additional depreciation after 1969 and before 1976 . . . . .	26d	
e	Enter the smaller of line 26c or 26d . . . . .	26e	
f	Section 291 amount (corporations only) . . . . .	26f	
	Add lines 26b, 26e, and 26f . . . . .	26g	
27	If section 1252 property: Skip this section if you did not dispose of farmland or if this form is being completed for a partnership (other than an electing large partnership).		
a	Soil, water, and land clearing expenses . . . . .	27a	
b	Line 27a multiplied by applicable percentage (see instructions) . . . . .	27b	
c	Enter the smaller of line 24 or 27b . . . . .	27c	
28	If section 1254 property:		
a	Intangible drilling and development costs, expenditures for development of mines and other natural deposits, and mining exploration costs (see instructions). . . . .	28a	
b	Enter the smaller of line 24 or 28a . . . . .	28b	
29	If section 1255 property:		
a	Applicable percentage of payments excluded from income under section 126 (see instructions) . . . . .	29a	
b	Enter the smaller of line 24 or 29a (see instructions). . . . .	29b	

**Summary of Part III Gains.** Complete property columns A through D through line 29b before going to line 30.

30	Total gains for all properties. Add property columns A through D, line 24 . . . . .	30	3,031,416
31	Add property columns A through D, lines 25b, 26g, 27c, 28b, and 29b. Enter here and on line 13 . . . . .	31	1,829,382
32	Subtract line 31 from line 30. Enter the portion from casualty or theft on Form 4684, line 33. Enter the portion from other than casualty or theft on Form 4797, line 6. . . . .	32	1,202,034

**Part IV Recapture Amounts Under Sections 179 and 280F(b)(2) When Business Use Drops to 50% or Less**

(See instructions.)

		(a) Section 179	(b) Section 280F(b)(2)
33	Section 179 expense deduction or depreciation allowable in prior years . . . . .		
34	Recomputed depreciation. See instructions . . . . .		
35	Recapture amount. Subtract line 34 from line 33. See the instructions for where to report . . . . .	0	0

**Part III Gain From Disposition of Property Under Sections 1245, 1250, 1252, 1254, and 1255**

(a) Description of section 1245, 1250, 1252, 1254, or 1255 property:		(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)
Automobiles		12/31/1999	03/01/2001
<b>C</b>			
<b>D</b>			
These columns relate to the properties on lines 19A through 19D. ►		Property A	Property B
		Property C	Property D
20	Gross sales price (Note: See line 1 before completing.) . . . . .	20 78,000	
21	Cost or other basis plus expense of sale . . . . .	21 107,351	
22	Depreciation (or depletion) allowed or allowable . . . . .	22 35,912	
23	Adjusted basis. Subtract line 22 from line 21. . . . .	23 71,439	
24	Total gain. Subtract line 23 from line 20 . . . . .	24 6,561	
25	<b>If section 1245 property:</b>		
a	Depreciation allowed or allowable from line 22 . . . . .	25a 35,912	
b	Enter the smaller of line 24 or 25a . . . . .	25b 6,561	
26	<b>If section 1250 property:</b> If straight line depreciation was used, enter -0- on line 26g, except for a corporation subject to section 291.		
a	Additional depreciation after 1975 (see instructions) . . . . .	26a	
b	Applicable percentage multiplied by the smaller of line 24 or line 26a (see instructions) . . . . .	26b	
c	Subtract line 26a from line 24. If residential rental property or line 24 is not more than line 26a, skip lines 26d and 26e. . . . .	26c	
d	Additional depreciation after 1969 and before 1976 . . . . .	26d	
e	Enter the smaller of line 26c or 26d . . . . .	26e	
f	Section 291 amount (corporations only) . . . . .	26f	
	Add lines 26b, 26e, and 26f . . . . .	26g	
27	<b>If section 1252 property:</b> Skip this section if you did not dispose of farmland or if this form is being completed for a partnership (other than an electing large partnership).		
a	Soil, water, and land clearing expenses . . . . .	27a	
b	Line 27a multiplied by applicable percentage (see instructions) . . . . .	27b	
c	Enter the smaller of line 24 or 27b . . . . .	27c	
28	<b>If section 1254 property:</b>		
a	Intangible drilling and development costs, expenditures for development of mines and other natural deposits, and mining exploration costs (see instructions). . . . .	28a	
b	Enter the smaller of line 24 or 28a . . . . .	28b	
29	<b>If section 1255 property:</b>		
a	Applicable percentage of payments excluded from income under section 126 (see instructions) . . . . .	29a	
b	Enter the smaller of line 24 or 29a (see instructions). . . . .	29b	

**Summary of Part III Gains.** Complete property columns A through D through line 29b before going to line 30.

30	Total gains for all properties. Add property columns A through D, line 24 . . . . .	30	6,561
31	Add property columns A through D, lines 25b, 26g, 27c, 28b, and 29b. Enter here and on line 13 . . . . .	31	6,561
32	Subtract line 31 from line 30. Enter the portion from casualty or theft on Form 4684, line 33. Enter the portion from other than casualty or theft on Form 4797, line 6. . . . .	32	0

**Part IV Recapture Amounts Under Sections 179 and 280F(b)(2) When Business Use Drops to 50% or Less**

(See instructions.)

	(a) Section 179	(b) Section 280F(b)(2)
33	Section 179 expense deduction or depreciation allowable in prior years . . . . .	
34	Recomputed depreciation. See instructions . . . . .	
35	Recapture amount. Subtract line 34 from line 33. See the instructions for where to report . . . . .	

**Part III Gain From Disposition of Property Under Sections 1245, 1250, 1252, 1254, and 1255**

(a) Description of section 1245, 1250, 1252, 1254, or 1255 property:		(b) Date acquired (mo., day, yr.)	(c) Date sold (mo., day, yr.)
Auto		12/31/1998	10/25/2001
VARIOUS		01/01/2000	03/23/2001
C			
D			

  

These columns relate to the properties on lines 19A through 19D. ▶		Property A	Property B	Property C	Property D
20	Gross sales price (Note: See line 1 before completing.) . . . .	20 27,500	3,600,000		
21	Cost or other basis plus expense of sale . . . . .	21 54,601	2,397,966		
22	Depreciation (or depletion) allowed or allowable . . . . .	22 42,021	1,807,901		
23	Adjusted basis. Subtract line 22 from line 21. . . . .	23 12,580	590,065		
24	Total gain. Subtract line 23 from line 20 . . . . .	24 14,920	3,009,935		
<b>25 If section 1245 property:</b>					
a	Depreciation allowed or allowable from line 22 . . . . .	25a 42,021	1,807,901		
b	Enter the smaller of line 24 or 25a . . . . .	25b 14,920	1,807,901		
<b>26 If section 1250 property:</b> If straight line depreciation was used, enter -0- on line 26g, except for a corporation subject to section 291.					
a	Additional depreciation after 1975 (see instructions) . . . . .	26a			
b	Applicable percentage multiplied by the smaller of line 24 or line 26a (see instructions) . . . . .	26b			
c	Subtract line 26a from line 24. If residential rental property or line 24 is not more than line 26a, skip lines 26d and 26e. . . .	26c			
d	Additional depreciation after 1969 and before 1976 . . . . .	26d			
e	Enter the smaller of line 26c or 26d . . . . .	26e			
f	Section 291 amount (corporations only) . . . . .	26f			
g	Add lines 26b, 26e, and 26f . . . . .	26g			
<b>27 If section 1252 property:</b> Skip this section if you did not dispose of farmland or if this form is being completed for a partnership (other than an electing large partnership).					
a	Soil, water, and land clearing expenses . . . . .	27a			
b	Line 27a multiplied by applicable percentage (see instructions) . . . .	27b			
c	Enter the smaller of line 24 or 27b . . . . .	27c			
<b>28 If section 1254 property:</b>					
a	Intangible drilling and development costs, expenditures for development of mines and other natural deposits, and mining exploration costs (see instructions). . . . .	28a			
b	Enter the smaller of line 24 or 28a . . . . .	28b			
<b>29 If section 1255 property:</b>					
a	Applicable percentage of payments excluded from income under section 126 (see instructions) . . . . .	29a			
b	Enter the smaller of line 24 or 29a (see instructions). . . . .	29b			

**Summary of Part III Gains.** Complete property columns A through D through line 29b before going to line 30.

30	Total gains for all properties. Add property columns A through D, line 24 . . . . .	30	3,024,855
31	Add property columns A through D, lines 25b, 26g, 27c, 28b, and 29b. Enter here and on line 13 . . . . .	31	1,822,821
32	Subtract line 31 from line 30. Enter the portion from casualty or theft on Form 4684, line 33. Enter the portion from other than casualty or theft on Form 4797, line 6. . . . .	32	1,202,034

**Part IV Recapture Amounts Under Sections 179 and 280F(b)(2) When Business Use Drops to 50% or Less**

(See instructions.)

	(a) Section 179	(b) Section 280F(b)(2)
33	Section 179 expense deduction or depreciation allowable in prior years. . . . .	
34	Recomputed depreciation. See instructions . . . . .	
35	Recapture amount. Subtract line 34 from line 33. See the instructions for where to report. . . . .	

Form **5713**  
(Rev. November 2001)Department of the Treasury  
Internal Revenue ServiceFor tax year beginning January 1, 20 01,  
and ending December 31, 20 01.

► Controlled groups, see page 3 of instructions.

Attachment  
Sequence No. 123File in Duplicate  
(See Instructions)Name  
**W. R. GRACE & CO. AND SUBSIDIARIES**Identifying number  
**65-0773649**

Number, street, and room or suite no. (If a P.O. box, see page 2 of instructions)

**5400 BROKEN SOUND BLVD, NW SUITE 300**

City or town, state, and ZIP code

**BOCA RATON FL 33487**

Address of service center where your tax return is filed

**ATLANTA, GA**

Type of filer (check one):

☐ Individual ☐ Partnership ☒ Corporation ☐ Trust ☐ Estate ☐ Other**1 Individuals** — Enter adjusted gross income from your tax return (see page 2 of instructions)**2 Partnerships and corporations:****a Partnerships** — Enter each partner's name and identifying number.**b Corporations** — Enter the name and employer identification number of each member of the controlled group (as defined in section 993(a)(3)). Do not list members included in the consolidated return; instead, attach a copy of Form 851. List all other members of the controlled group not included in the consolidated return.

If you list any corporations below or if you attach Form 851, you must designate a common tax year. Enter on line 4b the name and employer identification number of the corporation whose tax year is designated.

Name

Identifying number

Form 851 Attached. List of Members of Consolidated  
Group (Not Included in Consolidated Return)  
\*\*See Attached List for ID Numbers.\*\*If more space is needed, attach additional sheets and check this box ☐**c** Enter principal business activity code and description (see instructions)**d IC-DISCs** — Enter principal product or service code and description (see instructions)

Code	Description
325900	Industrial Chemicals

**3 Partnerships** — Each partnership filing Form 5713 must give the following information:**a** Partnership's total assets (see instructions) .....**b** Partnership's ordinary income (see instructions) .....**4 Corporations** — Each corporation filing Form 5713 must give the following information:**a** Type of form filed (Form 1120, 1120-F, 1120-FSC, 1120-IC-DISC, 1120-L, 1120-PC, etc.)**b** Common tax year election (see page 2 of instructions)(1) Name of corporation ► **W. R. Grace & Co. and Subsidiaries**(2) Employer identification number **65-0773649**(3) Common tax year beginning January 1, 20 01, and ending December 31, 20 01.**c** Corporations filing this form enter:(1) Total assets (see instructions) ..... **3,392,540,686**(2) Taxable income before net operating loss and special deductions (see instructions) ... **-67,172,470****5 Estates or trusts** — Enter total income (Form 1041, page 1) .....**6** Enter the total amount (before reduction for boycott participation or cooperation) of the following tax benefits (see instructions):**a** Foreign tax credit ..... **0****b** Deferral of earnings of controlled foreign corporations ..... **195,824,468****c** Deferral of IC-DISC income .....**d** FSC exempt foreign trade income .....**e** Foreign trade income qualifying for the extraterritorial income exclusion .....Please  
Sign  
Here

Under penalties of perjury, I declare that I have examined this report, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete.

Signature  
*Elym Felt*Date  
9/13/02Title  
Vice President

For Paperwork Reduction Act Notice, see page 4 of the separate instructions. ISA

Form **5713** (Rev. 11-2001)

**7** The following information must be submitted by every person filing Form 5713:

- a Are you a U.S. shareholder (as defined in section 951(b)) of any foreign corporation (including a FSC that does not use the administrative pricing rules) that had operations reportable under section 999(a)?
- b If "Yes," is any foreign corporation a controlled foreign corporation (as defined in section 957(a))?
- c Do you own any stock of an IC-DISC?
- d Do you claim any foreign tax credit?
- e Do you control (within the meaning of section 304(c)) any corporation (other than a corporation included in this report) that has operations reportable under section 999(a)?  
If "Yes," did that corporation participate in or cooperate with an international boycott at any time during its tax year that ends with or within your tax year?
- f Are you controlled (within the meaning of section 304(c)) by any person (other than a person included in this report) who has operations reportable under section 999(a)?  
If "Yes," did that person participate in or cooperate with an international boycott at any time during its tax year that ends with or within your tax year?
- g Are you treated under section 671 as the owner of a trust that has reportable operations under section 999(a)?
- h Are you a partner in a partnership that has reportable operations under section 999(a)?
- i Are you a foreign sales corporation (FSC) (as defined in section 922(a) as in effect before its repeal)?
- j Are you excluding extraterritorial income (defined in section 114(e)) from gross income?

Yes	No
X	
X	
	X
X	
	X
	X
	X
	X
	X
	X

**Part I** Operations in or Related to a Boycotting Country (See instructions beginning on page 3.)

- 8 Boycott of Israel** — Did you have any operations in or related to any country (or with the government, a company, or a national of that country) associated in carrying out the boycott of Israel which is on the list maintained by the Secretary of the Treasury under section 999(a)(3)? (See **Boycotting Countries** on page 2 of the instructions.)

Yes	No
X	

If "Yes," enter name of the country, identifying number of person having operations, principal business activity code, and a description of the principal business activity. If you are an IC-DISC, also enter the product code. If more space is needed, attach additional sheets using the exact format and check this box ☐

Name of country (1)	Identifying number of person having operations (2)	Principal business activity		IC-DISCs only — Enter product code (5)
		Code (3)	Description (4)	
a See Attached Summary				
b				
c				
d				
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

- 9 Nonlisted countries boycotting Israel** — Did you have operations in any nonlisted country which you know or have reason to know requires participation in or cooperation with an international boycott directed against Israel?

Yes	No
	X

If "Yes," enter the country, identifying number of person having operations, the principal business activity code, and a description of the principal business activity. If you are an IC-DISC, also enter the product code. If more space is needed, attach additional sheets using the exact format and check this box. ☐

Name of country (1)	Identifying number of person having operations (2)	Principal business activity		IC-DISCs only — Enter product code (5)
		Code (3)	Description (4)	
a				
b				
c				
d				
e				
f				
g				
h				

- 10 Boycotts other than the boycott of Israel** — Did you have operations in any other country which you know or have reason to know requires participation in or cooperation with an international boycott other than the boycott of Israel?

Yes	No
X	

If "Yes," enter the country, identifying number of person having operations, the principal business activity code, and a description of the principal business activity. If you are an IC-DISC, also enter the product code. If more space is needed, attach additional sheets using the exact format and check this box. ☐

Name of country (1)	Identifying number of person having operations (2)	Principal business activity		IC-DISCs only — Enter product code (5)
		Code (3)	Description (4)	
a See Attached Summary				
b				
c				
d				
e				
f				
g				
h				

- 11** Were you requested to participate in or cooperate with an international boycott? ☐

Yes	No
	X

If "Yes," attach a copy (in English) of any and all such requests received during your tax year. If the request was in a form other than a written request, attach a separate sheet explaining the nature and form of any and all such requests. (See page 4 of instructions.)

- 12** Did you participate in or cooperate with an international boycott? ☐

Yes	No
	X

If "Yes," attach a copy (in English) of any and all boycott clauses agreed to, and attach a general statement of the agreement. If the agreement was in a form other than a written agreement, attach a separate sheet explaining the nature and form of any and all such agreements. (See page 4 of instructions.)

**Note:** If the answer to either question 11 or 12 is "Yes," you must complete the rest of Form 5713. If you answered "Yes" to question 12, you must complete Schedules A and C or B and C (Form 5713).



Part II	Requests for and Acts of Participation in or Cooperation With an International Boycott	Requests		Agreements	
		Yes	No	Yes	No

**13a** Did you receive requests to enter into, or did you enter into, any agreement (see page 4 of instructions):

- (1) As a condition of doing business directly or indirectly within a country or with the government, a company, or a national of a country to —
- (a) Refrain from doing business with or in a country which is the object of an international boycott or with the government, companies, or nationals of that country? . . . . .
- (b) Refrain from doing business with any U.S. person engaged in trade in a country which is the object of an international boycott or with the government, companies, or nationals of that country? . . . . .
- (c) Refrain from doing business with any company whose ownership or management is made up, in whole or in part, of individuals of a particular nationality, race, or religion, or to remove (or refrain from selecting) corporate directors who are individuals of a particular nationality, race, or religion? . . . . .
- (d) Refrain from employing individuals of a particular nationality, race, or religion? . . . . .
- (2) As a condition of the sale of a product to the government, a company, or a national of a country, to refrain from shipping or insuring products on a carrier owned, leased, or operated by a person who does not participate in or cooperate with an international boycott? . . . . .

	X				X
	X				X
	X				X
	X				X
	X				X

**b Requests and agreements** — If the answer to any part of 13a is "Yes," indicate below the country, the identifying number of the person receiving the request or having the agreement, principal business activity code, description of the principal business activity, the number and the number code indicating the type of participation or cooperation requested or agreed to. If you are an IC-DISC, also enter the product code in column (5). (See page 4 of instructions.) If more space is needed, attach additional sheets using the exact format and check this box. ☐

Name of country (1)	Identifying number of person receiving the request or having the agreement (2)	Principal business activity		IC-DISCs only — Enter product code (5)	Type of cooperation or participation			
		Code (3)	Description (4)		Number of requests		Number of agreements	
					Total (6)	Code (7)	Total (8)	Code (9)
a								
b								
c								
d								
e								
f								
g								
h								
i								
j								
k								
l								
m								
n								
o								
p								

Department of the Treasury  
Internal Revenue Service

Tax year ending December 31, 2001

Name of common parent corporation

W.R. GRACE &amp; CO., &amp; Subsidiaries

Employer identification number

65-0773649

Number, street, and room or suite no. (If a P.O. box, see instructions.)

5400 Broken Sound Blvd. NW. Suite 300

City or town, state, and ZIP code

Boca Raton

FL

33487

**Part I Overpayment Credits, Estimated Tax Payments, and Tax Deposits** (See instructions.)

Corp. No.	Name and address of corporation	Employer identification number	Portion of overpayment credits and estimated tax payments	Portion of tax deposited with Form 7004
1	Common parent corporation	65-0773649		
	Subsidiary corporations:			
3	W.R. Grace & Co. - Conn.			
2	Boca Raton, FL 33487	13-5114230		
21	A-1 Bit & Tool Co., Inc.			
3	Boca Raton, FL 33487	22-2974435		
22	Alewif Boston Ltd.			
4	Boca Raton, FL 33487	22-2603361		
23	Alewif Land Corporation			
5	Boca Raton, FL 33487	22-2603359		
24	CCHP, Inc.			
6	Boca Raton, FL 33487	13-3613597		
25	CB Biomedical, Inc.			
7	Boca Raton, FL 33487	65-0679166		
26	Coalgrace, Inc.			
8	Boca Raton, FL 33487	13-2934063		
	Coalgrace II, Inc.			
	Boca Raton, FL 33487	58-1969355		
	Construction Products Dubai, Inc.			
10	Boca Raton, FL 33487	65-0456165		
<b>Totals</b> (Must equal amounts shown on the consolidated tax return.)			17,643	

**Part II Principal Business Activity, Voting Stock Information, Etc.**

Corp. No.	Principal business activity (PBA)	PBA Code No.	Did the subsidiary make any nondividend distributions?		Stock holdings at beginning of year			
			Yes	No	Number of shares	Percent of voting power	Percent of value	Owned by corporation no.
1	Common parent corporation:	523900						
3	Subsidiary corporations:							
2	SPEC CHEM, CONS PROD, ETC.	325100		X	84,500,000	100.00%	100.00%	1
21								
3	OIL FIELD SERVICES	213110		X	1,000	100.00%	100.00%	67
22								
4	REAL ESTATE	531390		X	100	100.00%	100.00%	77
23								
5	REAL ESTATE	531390		X	200	100.00%	100.00%	77
24								
6	HOLDING COMPANY	551112		X	1	100.00%	100.00%	38
25								
7	BIOMEDICAL TECHNOLOGY	541700		X	1,000	100.00%	100.00%	3
26								
8	HOLDING COMPANY	523900		X	100	100.00%	100.00%	48
	HOLDING COMPANY	551112		X	1,000	100.00%	100.00%	48
10	INACTIVE	999999		X	2,000	100.00%	100.00%	3

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Form **851** (Rev. 9-2000)

Department of the Treasury  
Internal Revenue Service

Tax year ending December 31, 2001

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Employer identification number

65-0773649

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5400 Broken Sound Blvd. NW. Suite 300

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Boca Raton

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**Part I Overpayment Credits, Estimated Tax Payments, and Tax Deposits** (See instructions.)

Corp. No.	Name and address of corporation	Employer identification number	Portion of overpayment credits and estimated tax payments	Portion of tax deposited with Form 7004
1	Common parent corporation	65-0773649		
29	Subsidiary corporations:			
2	Creative Food 'N Fun Company Boca Raton, FL 33487	58-1505881		
30	Darex Puerto Rico, Inc. Boca Raton, FL 33487	13-2830236		
31	Del Taco Restaurants, Inc. Boca Raton, FL 33487	75-1437918		
32	Amicon, Inc. Boca Raton, FL 33487	04-3137963		
33	Ecarg, Inc. Boca Raton, FL 33487	22-2065245		
34	Five Alewife Boston, Ltd. Boca Raton, FL 33487	22-3003981		
35	G C Limited Partners I, Inc. Boca Raton, FL 33487	65-0344211		
36	G C Management, Inc. Boca Raton, FL 33487	65-0355942		
37	GEC Management Corporation Boca Raton, FL 33487	75-2283780		
10				
Totals (Must equal amounts shown on the consolidated tax return.)			17,643	

**Part II Principal Business Activity, Voting Stock Information, Etc.**

Corp. No.	Principal business activity (PBA)	PBA Code No.	Did the subsidiary make any nondividend distributions?		Stock holdings at beginning of year			
			Yes	No	Number of shares	Percent of voting power	Percent of value	Owned by corporation no.
1	Common parent corporation:	5239000						
29	Subsidiary corporations:							
2	RESTAURANT	722110		X	1,000	100.00%	100.00%	31
30	INDUSTRIAL CHEMICALS	325100		X	1,000	100.00%	100.00%	3
31	RESTAURANT	722110		X	1,000	100.00%	100.00%	3
32	MANUFACTURING	339900		X	100	100.00%	100.00%	3
33	REAL ESTATE	531390		X	100	100.00%	100.00%	3
34	INACTIVE	999999		X		%	%	77
35	HOLDING COMPANY	551112		X	1,000	100.00%	100.00%	3
36	HOLDING COMPANY	551112		X	1,000	100.00%	100.00%	3
10	ADMINISTRATIVE SERVICES	561110		X	1,000	100.00%	100.00%	48

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**Part I Overpayment Credits, Estimated Tax Payments, and Tax Deposits (See instructions.)**

Corp. No.	Name and address of corporation	Employer identification number	Portion of overpayment credits and estimated tax payments	Portion of tax deposited with Form 7004
1	Common parent corporation	65-0773649		
	Subsidiary corporations:			
38	GN Holdings, Inc.			
2	Boca Raton, FL 33487	13-3613599		
39	Gloucester New Communities Company, Inc.			
3	Boca Raton, FL 33487	13-2728098		
40	GPC Thomasville Corp.			
4	Boca Raton, FL 33487	65-0382355		
41	Grace A-B Inc.			
5	Boca Raton, FL 33487	22-2355544		
42	Grace A-B Inc. II			
6	Boca Raton, FL 33487	58-1969353		
43	Grace Chemical Company of Cuba			
7	Boca Raton, FL 33487	36-6110408		
44	Grace Chemicals, Inc.			
8	Boca Raton, FL 33487	13-3614662		
	Remedium Group, Inc.			
	Boca Raton, FL 33487	22-2312556		
	Grace Culinary Systems, Inc.			
10	Boca Raton, FL 33487	52-1309187		
<b>Totals (Must equal amounts shown on the consolidated tax return.)</b>			17,643	

**Part II Principal Business Activity, Voting Stock Information, Etc.**

Corp No.	Principal business activity (PBA)	PBA Code No.	Did the subsidiary make any nondividend distributions?		Stock holdings at beginning of year			
			Yes	No	Number of shares	Percent of voting power	Percent of value	Owned by corporation no
1	Common parent corporation:	5239000						
	Subsidiary corporations:							
38	HOLDING COMPANY	551112		X	94	94.00%	94.00%	53
39	REAL ESTATE	531390		X	100	100.00%	100.00%	77
40	HOLDING COMPANY	551112		X	1,000	100.00%	100.00%	48
41	HOLDING COMPANY	551112		X	1,000	100.00%	100.00%	48
42	HOLDING COMPANY	551112		X	1,000	100.00%	100.00%	48
43	INACTIVE	999999		X	1,500	100.00%	100.00%	3
44	HOLDING COMPANY	551112		X	1,000	100.00%	100.00%	3
	INDUSTRIAL CHEMICALS	325100		X	11,000	100.00%	100.00%	1
10	RESTAURANT	722110		X	1,000	100.00%	100.00%	3

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Department of the Treasury  
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Employer identification number

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ber, street, and room or suite no. (If a P.O. box, see instructions.)

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**Part I Overpayment Credits, Estimated Tax Payments, and Tax Deposits** (See instructions.)

Corp. No.	Name and address of corporation	Employer identification number	Portion of overpayment credits and estimated tax payments	Portion of tax deposited with Form 7004
1	Common parent corporation	65-0773649		
	Subsidiary corporations:			
47	Grace Drilling Company			
2	Boca Raton, FL 33487	73-0971397		
48	Grace Energy Corporation			
3	Boca Raton, FL 33487	11-2516702		
49	Grace Environmental, Inc.			
4	Boca Raton, FL 33487	13-3546067		
50	Grace H-G Inc.			
5	Boca Raton, FL 33487	13-3041784		
51	Grace H-G II Inc.			
6	Boca Raton, FL 33487	58-1969354		
52	Grace Hotel Services Corporation			
7	Boca Raton, FL 33487	13-3584911		
53	Grace International Holdings, Inc.			
8	Boca Raton, FL 33487	65-0609540		
54	Litigation Management, Inc.			
	Boca Raton, FL 33487	65-0537976		
	Grace Management Services, Inc.			
10	Boca Raton, FL 33487	65-0391048		
Totals (Must equal amounts shown on the consolidated tax return.)			17,643	

**Part II Principal Business Activity, Voting Stock Information, Etc.**

Corp. No.	Principal business activity (PBA)	PBA Code No.	Did the subsidiary make any nondividend distributions?		Stock holdings at beginning of year			
			Yes	No	Number of shares	Percent of voting power	Percent of value	Owned by corporation no.
1	Common parent corporation:	5239000						
47	Subsidiary corporations:							
2	OIL & GAS SERVICES	211110		X	1,345	100.00%	100.00%	48
48								
3	HOLDING COMPANY	551112		X	1,000	100.00%	100.00%	3
49								
4	WASTE DISPOSAL	562000		X	5,150	100.00%	100.00%	3
50								
5	HOLDING COMPANY	551112		X	1,000	100.00%	100.00%	48
51								
6	HOLDING COMPANY	551112		X	1,000	100.00%	100.00%	48
52								
7	RESTAURANT	722110		X	1,000	100.00%	100.00%	3
53								
8	HOLDING COMPANY	551112		X	1,000	100.00%	100.00%	3
	HOLDING COMPANY	551112		X	1,000	100.00%	100.00%	1
10	HOLDING COMPANY	551112		X	1,000	100.00%	100.00%	3

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Department of the Treasury  
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Employer identification number

65-0773649

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**Part I Overpayment Credits, Estimated Tax Payments, and Tax Deposits (See instructions.)**

Corp. No.	Name and address of corporation	Employer identification number	Portion of overpayment credits and estimated tax payments	Portion of tax deposited with Form 7004
1	Common parent corporation	65-0773649		
	Subsidiary corporations:			
56	Grace Offshore Company			
2	Boca Raton, FL 33487	72-0502652		
57	Grace PAR Corporation			
3	Boca Raton, FL 33487	22-2341175		
58	Grace Petroleum Lybia, Inc.			
4	Boca Raton, FL 33487	13-6112816		
59	Grace Receivables Purchasing, Inc.			
5	Boca Raton, FL 33487	58-2430942		
60	Grace Tarpons Investors, Inc.			
6	Boca Raton, FL 33487	65-0344213		
61	Grace Ventures Corp.			
7	Boca Raton, FL 33487	13-3102623		
62	Grace Washington, Inc.			
8	Boca Raton, FL 33487	22-2941320		
63	Gracoal, Inc.			
	Boca Raton, FL 33487	75-1511800		
	Gracoal II, Inc.			
	Boca Raton, FL 33487	34-1103784		
<b>Totals (Must equal amounts shown on the consolidated tax return.)</b>			17,643	

**Part II Principal Business Activity, Voting Stock Information, Etc.**

Corp. No.	Principal business activity (PBA)	PBA Code No.	Did the subsidiary make any nondividend distributions?		Stock holdings at beginning of year			
			Yes	No	Number of shares	Percent of voting power	Percent of value	Owned by corporation no.
1	Common parent corporation:	5239000						
	Subsidiary corporations:							
56	OIL SERVICES	211110		X	2,336	100.00%	100.00%	48
57	COAL MINING	212110		X	1,000	100.00%	100.00%	3
58	OIL & GAS PRODUCTION	339900		X	10	100.00%	100.00%	3
59	RECEIVABLES	999999		X	1,000	100.00%	100.00%	3
60	HOLDING COMPANY	551112		X	1,000	100.00%	100.00%	3
61	RESEARCH & DEVELOPMENT	541700		X	1,000	100.00%	100.00%	3
62	GOVERNMENT RELATIONS	999999		X	1,000	100.00%	100.00%	3
	HOLDING COMPANY	523900		X	100	100.00%	100.00%	48
10	HOLDING COMPANY	523900		X	1,000	100.00%	100.00%	48

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Form **851** (Rev. 9-2000)

Department of the Treasury  
Internal Revenue Service

Tax year ending December 31, 2001

Name of common parent corporation

W.R. GRACE &amp; CO., &amp; Subsidiaries

Employer identification number

65-0773649

Number, street, and room or suite no. (If a P.O. box, see instructions.)

5400 Broken Sound Blvd. NW. Suite 300

City or town, state, and ZIP code

Boca Raton

FL

33487

**Part I Overpayment Credits, Estimated Tax Payments, and Tax Deposits** (See instructions.)

Corp. No.	Name and address of corporation	Employer identification number	Portion of overpayment credits and estimated tax payments	Portion of tax deposited with Form 7004
1	Common parent corporation	65-0773649		
	Subsidiary corporations:			
65	Guanica-Caribe Land Development Corp.			
2	Boca Raton, FL 33487	65-0504444		
66	Hanover Square Corporation			
3	Boca Raton, FL 33487	13-6112817		
67	Homco International, Inc.			
4	Boca Raton, FL 33487	74-1614655		
68	Ichiban Chemicals Co., Inc.			
5	Boca Raton, FL 33487	65-0773652		
69	LB Realty, Inc.			
6	Boca Raton, FL 33487	65-0378942		
70	Monolith Enterprises, Inc.			
7	Boca Raton, FL 33487	52-0913918		
71	Monroe Street, Inc.			
8	Boca Raton, FL 33487	65-0351861		
	Southern Oil, Resin & Fiberglass, Inc.			
	Boca Raton, FL 33487	59-0967853		
	MRA Holdings, Corp.			
10	Boca Raton, FL 33487	65-0546677		
<b>Totals</b> (Must equal amounts shown on the consolidated tax return.)			17,643	

**Part II Principal Business Activity, Voting Stock Information, Etc.**

Corp. No.	Principal business activity (PBA)	PBA Code No.	Did the subsidiary make any nondividend distributions?		Stock holdings at beginning of year			
			Yes	No	Number of shares	Percent of voting power	Percent of value	Owned by corporation no.
1	Common parent corporation:	5239000						
	Subsidiary corporations:							
65	HOLDING COMPANY	551112		X	1,000	100.00%	100.00%	3
66	NOMINEE	812990		X	10	100.00%	100.00%	3
67	OIL & GAS SERVICE	213110		X	303	100.00%	100.00%	48
68	INACTIVE	999999		X	1,000	100.00%	100.00%	3
69	HOLDING COMPANY	551112		X	2,000	100.00%	100.00%	3
70	RESTAURANT	722110		X	2,605,000	100.00%	100.00%	3
71	INACTIVE	999999		X	1,000	100.00%	100.00%	3
	INACTIVE	999999		X	50	100.00%	100.00%	3
10	HOLDING COMPANY	551112		X	120	100.00%	100.00%	53

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Boca Raton

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**Part I Overpayment Credits, Estimated Tax Payments, and Tax Deposits (See instructions.)**

Corp. No.	Name and address of corporation	Employer identification number	Portion of overpayment credits and estimated tax payments	Portion of tax deposited with Form 7004
1	Common parent corporation	65-0773649		
	Subsidiary corporations:			
74	MRA Intermedco, Inc.			
2	Boca Raton, FL 33487	65-0180823		
75	MRA Staffing Systems, Inc.			
3	Boca Raton, FL 33487	65-0180825		
76	W.R. Grace Capital Corp.			
4	Boca Raton, FL 33487	13-2934061		
77	W.R. Grace Land Corp.			
5	Boca Raton, FL 33487	13-2677646		
78	Water Street Corporation			
6	Boca Raton, FL 33487	13-6152056		
79	Grace Collections, Inc.			
7	Boca Raton, FL 33487	65-0419649		
81	Grace Asia Pacific, Inc.			
8	Boca Raton, FL 33487	65-0422490		
	Grace Germany Holdings, Inc.			
	Boca Raton, FL 33487	65-0799268		
	Grace Europe, Inc.			
10	Boca Raton, FL 33487	13-2671485		
<b>Totals (Must equal amounts shown on the consolidated tax return.)</b>			17,643	

**Part II Principal Business Activity, Voting Stock Information, Etc.**

Corp. No.	Principal business activity (PBA)	PBA Code No.	Did the subsidiary make any nondividend distributions?		Stock holdings at beginning of year			
			Yes	No	Number of shares	Percent of voting power	Percent of value	Owned by corporation no.
1	Common parent corporation:	523900						
	Subsidiary corporations:							
74	HOLDING COMPANY	551112		X	12,999	100.00%	100.00%	3
75	HOLDING COMPANY	551112		X	12,999	100.00%	100.00%	74
76	REAL ESTATE	531310		X	50	100.00%	100.00%	77
77	REAL ESTATE	531390		X	50	100.00%	100.00%	3
78	NOMINEE	812990		X	10	100.00%	100.00%	3
79	INACTIVE	999999		X	1,000	100.00%	100.00%	3
81	MISC BUSINESS SERVICES	812990		X	1,000	100.00%	100.00%	3
	Holding Company	551112		X	900	100.00%	100.00%	3
10	MANAGEMENT SERVICES	541600		X	1,000	100.00%	100.00%	3

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Department of the Treasury  
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Boca Raton

FL

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**Part I Overpayment Credits, Estimated Tax Payments, and Tax Deposits (See instructions.)**

Corp. No.	Name and address of corporation	Employer identification number	Portion of overpayment credits and estimated tax payments	Portion of tax deposited with Form 7004
1	Common parent corporation	65-0773649		
	Subsidiary corporations:			
89	Advanced Refining Technologies Management, Inc.			
2	Boca Raton FL 33487	52-2290300		
90	The Separation Group			
3	Boca Raton FL 33487	95-2806431		
4				
5				
6				
7				
8				
9				
10				
Totals (Must equal amounts shown on the consolidated tax return.)			17,643	

**Part II Principal Business Activity, Voting Stock Information, Etc.**

Corp. No.	Principal business activity (PBA)	PBA Code No.	Did the subsidiary make any nondividend distributions?		Stock holdings at beginning of year			
			Yes	No	Number of shares	Percent of voting power	Percent of value	Owned by corporation no.
1	Common parent corporation:	5239000						
89	Subsidiary corporations:							
2	Refining Technology	324190		X		%	%	3
90	Manufacturing	325900		X		%	%	3
4						%	%	
5						%	%	
6						%	%	
7						%	%	
8						%	%	
9						%	%	
10						%	%	

For Paperwork Reduction Act Notice, See Instructions.

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**Part III Changes in Stock Holdings During the Year**

Corp. No.	Name of corporation	Shareholder of Corporation No.	Date of transaction	(a) Changes		(b) Shares held after changes described in column (a)	
				Number of shares acquired	Number of shares disposed of	Percent of voting power	Percent of value
89	Advanced Refining Technologies	3	01/18/2001	1,000		100.00 %	100.00 %
90	The Separation Group	3	03/02/2001	66,854		100.00 %	100.00 %
						%	%
						%	%
						%	%
						%	%
						%	%
						%	%

- (c) If any disposition listed above caused a deconsolidation of a group member, did the basis of any shares retained by the group exceed the value of those shares immediately before the deconsolidation? . . . . . ☐ Yes ☐ No

If "Yes," see Regulations section 1.1502-20(b) regarding basis adjustment requirements.

- (d) Is the group claiming that a loss recognized on the disposition of the stock of a group member is allowed under Regulations section 1.1502-20(c)? . . . . . ☐ Yes ☐ No

If "Yes," attach a statement entitled "ALLOWED LOSS UNDER SECTION 1.1502-20(C)" that contains the information required by Regulations section 1.1502-20(c)(3).

- (e) If the equitable owners of any capital stock shown above were other than the holders of record, provide details of the changes.

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- (f) If additional stock was issued, or if any stock was retired during the year, list the dates and amounts of these transactions.

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**Part IV Additional Stock Information****1** During the tax year, did the corporation have more than one class of stock outstanding?

Corp. No.	Name of corporation	Answer to question 1		If "Yes" to question 1, list and describe each class of stock.
		Yes	No	
1	W.R. Grace & Co.		<input checked="" type="checkbox"/>	
68	Ichiban Chemicals Co., Inc.		<input checked="" type="checkbox"/>	
59	Grace Receivables Purchasing, Inc.		<input checked="" type="checkbox"/>	
45	Remedium Group, Inc.		<input checked="" type="checkbox"/>	

**2** During the tax year, was there (a) any member of the consolidated group that reaffiliated within 60 months of disaffiliation or (b) any member of the affiliated group that was deconsolidated under Rev. Proc. 91-11, 1991-1 C.B. 470 (as modified and clarified by Rev. Proc. 91-39, 1991-2 C.B. 694), Rev. Proc. 95-11, 1995-1 C.B. 505, or Rev. Proc. 95-39, 1995-2 C.B. 399?

Corp. No.	Name of corporation	Answer to question 2		If "Yes" to (a) or (b) of question 2, list the member(s) and explain the circumstances.
		Yes	No	
1	W.R. Grace & Co.		<input checked="" type="checkbox"/>	
68	Ichiban Chemicals Co., Inc.		<input checked="" type="checkbox"/>	
59	Grace Receivables Purchasing, Inc.		<input checked="" type="checkbox"/>	
45	Remedium Group, Inc.		<input checked="" type="checkbox"/>	

**3** During the tax year, was there any arrangement in existence by which one or more persons that were not members of the affiliated group could acquire any stock, or acquire any voting power without acquiring stock, in the corporation, other than a de minimis amount, from the corporation or another member of the affiliated group?

Corp. No.	Name of corporation	Answer to question 3		Item 3a	Item 3b	Item 3c
		Yes	No			
1	W.R. Grace & Co.		<input checked="" type="checkbox"/>	%	%	%
68	Ichiban Chemicals Co., Inc.		<input checked="" type="checkbox"/>	%	%	%
59	Grace Receivables Purchasing, Inc.		<input checked="" type="checkbox"/>	%	%	%
45	Remedium Group, Inc.		<input checked="" type="checkbox"/>	%	%	%

Corp. No.	Item 3d - Provide a description of any arrangement.
1	
68	
59	
45	

**Sign Here**

Under penalties of perjury, I declare that I have examined this form, including accompanying statements, and to the best of my knowledge and belief, it is true, correct, and complete for the tax year as stated.

  
Signature of officer9/13/02  
DateVice President  
Title

**Part IV Additional Stock Information**

**1** During the tax year, did the corporation have more than one class of stock outstanding?

Corp. No.	Name of corporation	Answer to question 1		If "Yes" to question 1, list and describe each class of stock.
		Yes	No	
23	Alewife Land Corporation		X	
22	Alewife Boston Ltd.		X	
34	Five Alewife Boston, Ltd.		X	
38	GN Holdings, Inc.		X	

**2** During the tax year, was there (a) any member of the consolidated group that reaffiliated within 60 months of disaffiliation or (b) any member of the affiliated group that was deconsolidated under Rev. Proc. 91-11, 1991-1 C.B. 470 (as modified and clarified by Rev. Proc. 91-39, 1991-2 C.B. 694), Rev. Proc. 95-11, 1995-1 C.B. 505, or Rev. Proc. 95-39, 1995-2 C.B. 399?

Corp. No.	Name of corporation	Answer to question 2		If "Yes" to (a) or (b) of question 2, list the member(s) and explain the circumstances.
		Yes	No	
23	Alewife Land Corporation		X	
22	Alewife Boston Ltd.		X	
34	Five Alewife Boston, Ltd.		X	
38	GN Holdings, Inc.		X	

**3** During the tax year, was there any arrangement in existence by which one or more persons that were not members of the affiliated group could acquire any stock, or acquire any voting power without acquiring stock, in the corporation, other than a de minimis amount, from the corporation or another member of the affiliated group?

Corp. No.	Name of corporation	Answer to question 3		Item 3a	Item 3b	Item 3c
		Yes	No			
23	Alewife Land Corporation		X	%	%	%
22	Alewife Boston Ltd.		X	%	%	%
34	Five Alewife Boston, Ltd.		X	%	%	%
38	GN Holdings, Inc.		X	%	%	%

Corp. No.	Item 3d - Provide a description of any arrangement.
23	
22	
34	
38	

**Sign Here**

Under penalties of perjury, I declare that I have examined this form, including accompanying statements, and to the best of my knowledge and belief, it is true, correct, and complete for the tax year as stated.

Signature of officer \_\_\_\_\_ Date \_\_\_\_\_ Title \_\_\_\_\_

**Part IV Additional Stock Information**

**1** During the tax year, did the corporation have more than one class of stock outstanding?

Corp. No.	Name of corporation	Answer to question 1		If "Yes" to question 1, list and describe each class of stock.
		Yes	No	
24	CCHP, Inc.		<input checked="" type="checkbox"/>	
73	MRA Holdings, Corp.		<input checked="" type="checkbox"/>	
74	MRA Intermedco, Inc.		<input checked="" type="checkbox"/>	
75	MRA Staffing Systems, Inc.		<input checked="" type="checkbox"/>	

**2** During the tax year, was there (a) any member of the consolidated group that reaffiliated within 60 months of disaffiliation or (b) any member of the affiliated group that was deconsolidated under Rev. Proc. 91-11, 1991-1 C.B. 470 (as modified and clarified by Rev. Proc. 91-39, 1991-2 C.B. 694), Rev. Proc. 95-11, 1995-1 C.B. 505, or Rev. Proc. 95-39, 1995-2 C.B. 399?

Corp. No.	Name of corporation	Answer to question 2		If "Yes" to (a) or (b) of question 2, list the member(s) and explain the circumstances.
		Yes	No	
24	CCHP, Inc.		<input checked="" type="checkbox"/>	
73	MRA Holdings, Corp.		<input checked="" type="checkbox"/>	
74	MRA Intermedco, Inc.		<input checked="" type="checkbox"/>	
75	MRA Staffing Systems, Inc.		<input checked="" type="checkbox"/>	

**3** During the tax year, was there any arrangement in existence by which one or more persons that were not members of the affiliated group could acquire any stock, or acquire any voting power without acquiring stock, in the corporation, other than a de minimis amount, from the corporation or another member of the affiliated group?

Corp. No.	Name of corporation	Answer to question 3		Item 3a	Item 3b	Item 3c
		Yes	No			
24	CCHP, Inc.		<input checked="" type="checkbox"/>	%	%	%
73	MRA Holdings, Corp.		<input checked="" type="checkbox"/>	%	%	%
74	MRA Intermedco, Inc.		<input checked="" type="checkbox"/>	%	%	%
75	MRA Staffing Systems, Inc.		<input checked="" type="checkbox"/>	%	%	%

Corp. No.	Item 3d - Provide a description of any arrangement.
24	
73	
74	
75	

**Sign Here**

Under penalties of perjury, I declare that I have examined this form, including accompanying statements, and to the best of my knowledge and belief, it is true, correct, and complete for the tax year as stated.

Signature of officer \_\_\_\_\_ Date \_\_\_\_\_ Title \_\_\_\_\_

**Part IV Additional Stock Information**

**1** During the tax year, did the corporation have more than one class of stock outstanding?

Corp. No.	Name of corporation	Answer to question 1		If "Yes" to question 1, list and describe each class of stock.
		Yes	No	
81	Grace Asia Pacific, Inc.		X	
28	Construction Products Dubai, Inc.		X	
25	CB Biomedical, Inc.		X	
32	Amicon, Inc.		X	

**2** During the tax year, was there (a) any member of the consolidated group that reaffiliated within 60 months of disaffiliation or (b) any member of the affiliated group that was deconsolidated under Rev. Proc. 91-11, 1991-1 C.B. 470 (as modified and clarified by Rev. Proc. 91-39, 1991-2 C.B. 694), Rev. Proc. 95-11, 1995-1 C.B. 505, or Rev. Proc. 95-39, 1995-2 C.B. 399?

Corp. No.	Name of corporation	Answer to question 2		If "Yes" to (a) or (b) of question 2, list the member(s) and explain the circumstances.
		Yes	No	
81	Grace Asia Pacific, Inc.		X	
28	Construction Products Dubai, Inc.		X	
25	CB Biomedical, Inc.		X	
32	Amicon, Inc.		X	

**3** During the tax year, was there any arrangement in existence by which one or more persons that were not members of the affiliated group could acquire any stock, or acquire any voting power without acquiring stock, in the corporation, other than a de minimis amount, from the corporation or another member of the affiliated group?

Corp. No.	Name of corporation	Answer to question 3		Item 3a	Item 3b	Item 3c
		Yes	No			
81	Grace Asia Pacific, Inc.		X	%	%	%
28	Construction Products Dubai, Inc.		X	%	%	%
25	CB Biomedical, Inc.		X	%	%	%
32	Amicon, Inc.		X	%	%	%

Corp. No.	Item 3d - Provide a description of any arrangement.
81	
28	
25	
32	

**Sign Here**

Under penalties of perjury, I declare that I have examined this form, including accompanying statements, and to the best of my knowledge and belief, it is true, correct, and complete for the tax year as stated.

Signature of officer \_\_\_\_\_ Date \_\_\_\_\_ Title \_\_\_\_\_

**Part IV Additional Stock Information**

**1** During the tax year, did the corporation have more than one class of stock outstanding?

Corp. No.	Name of corporation	Answer to question 1		If "Yes" to question 1, list and describe each class of stock.
		Yes	No	
62	Grace Washington, Inc.		X	
49	Grace Environmental, Inc.		X	
90	The Separation Group		X	
89	Advanced Refining Technologies Management, Inc.		X	

**2** During the tax year, was there (a) any member of the consolidated group that reaffiliated within 60 months of disaffiliation or (b) any member of the affiliated group that was deconsolidated under Rev. Proc. 91-11, 1991-1 C.B. 470 (as modified and clarified by Rev. Proc. 91-39, 1991-2 C.B. 694), Rev. Proc. 95-11, 1995-1 C.B. 505, or Rev. Proc. 95-39, 1995-2 C.B. 399?

Corp. No.	Name of corporation	Answer to question 2		If "Yes" to (a) or (b) of question 2, list the member(s) and explain the circumstances.
		Yes	No	
62	Grace Washington, Inc.		X	
49	Grace Environmental, Inc.		X	
90	The Separation Group		X	
89	Advanced Refining Technologies Management, Inc.		X	

**3** During the tax year, was there any arrangement in existence by which one or more persons that were not members of the affiliated group could acquire any stock, or acquire any voting power without acquiring stock, in the corporation, other than a de minimis amount, from the corporation or another member of the affiliated group?

Corp. No.	Name of corporation	Answer to question 3		Item 3a	Item 3b	Item 3c
		Yes	No			
62	Grace Washington, Inc.		X	%	%	%
49	Grace Environmental, Inc.		X	%	%	%
90	The Separation Group		X	%	%	%
89	Advanced Refining Technologies Management, Inc.		X	%	%	%

Corp. No.	Item 3d - Provide a description of any arrangement.
62	
49	
90	
89	

**Sign Here**

Under penalties of perjury, I declare that I have examined this form, including accompanying statements, and to the best of my knowledge and belief, it is true, correct, and complete for the tax year as stated.

Signature of officer \_\_\_\_\_ Date \_\_\_\_\_ Title \_\_\_\_\_

**Part IV Additional Stock Information**

**1** During the tax year, did the corporation have more than one class of stock outstanding?

Corp. No.	Name of corporation	Answer to question 1		If "Yes" to question 1, list and describe each class of stock.
		Yes	No	
43	Grace Chemical Company of Cuba		<input checked="" type="checkbox"/>	
79	Grace Collections, Inc.		<input checked="" type="checkbox"/>	
54	Litigation Management, Inc.		<input checked="" type="checkbox"/>	
72	Southern Oil, Resin & Fiberglass, Inc.		<input checked="" type="checkbox"/>	

**2** During the tax year, was there (a) any member of the consolidated group that reaffiliated within 60 months of disaffiliation or (b) any member of the affiliated group that was deconsolidated under Rev. Proc. 91-11, 1991-1 C.B. 470 (as modified and clarified by Rev. Proc. 91-39, 1991-2 C.B. 694), Rev. Proc. 95-11, 1995-1 C.B. 505, or Rev. Proc. 95-39, 1995-2 C.B. 399?

Corp. No.	Name of corporation	Answer to question 2		If "Yes" to (a) or (b) of question 2, list the member(s) and explain the circumstances.
		Yes	No	
43	Grace Chemical Company of Cuba		<input checked="" type="checkbox"/>	
79	Grace Collections, Inc.		<input checked="" type="checkbox"/>	
54	Litigation Management, Inc.		<input checked="" type="checkbox"/>	
72	Southern Oil, Resin & Fiberglass, Inc.		<input checked="" type="checkbox"/>	

**3** During the tax year, was there any arrangement in existence by which one or more persons that were not members of the affiliated group could acquire any stock, or acquire any voting power without acquiring stock, in the corporation, other than a de minimis amount, from the corporation or another member of the affiliated group?

Corp. No.	Name of corporation	Answer to question 3		Item 3a	Item 3b	Item 3c
		Yes	No			
43	Grace Chemical Company of Cuba		<input checked="" type="checkbox"/>	%	%	%
79	Grace Collections, Inc.		<input checked="" type="checkbox"/>	%	%	%
54	Litigation Management, Inc.		<input checked="" type="checkbox"/>	%	%	%
72	Southern Oil, Resin & Fiberglass, Inc.		<input checked="" type="checkbox"/>	%	%	%

Corp. No.	Item 3d - Provide a description of any arrangement.
43	
79	
54	
72	

**Sign Here**

Under penalties of perjury, I declare that I have examined this form, including accompanying statements, and to the best of my knowledge and belief, it is true, correct, and complete for the tax year as stated.

Signature of officer \_\_\_\_\_ Date \_\_\_\_\_ Title \_\_\_\_\_



**Part IV Additional Stock Information**

**1** During the tax year, did the corporation have more than one class of stock outstanding?

Corp. No.	Name of corporation	Answer to question 1		If "Yes" to question 1, list and describe each class of stock.
		Yes	No	
65	Guanica-Caribe Land Development Corp.		X	
84	Grace Europe, Inc.		X	
21	A-1 Bit & Tool Co., Inc.		X	
60	Grace Tarpons Investors, Inc.		X	

**2** During the tax year, was there (a) any member of the consolidated group that reaffiliated within 60 months of disaffiliation or (b) any member of the affiliated group that was deconsolidated under Rev. Proc. 91-11, 1991-1 C.B. 470 (as modified and clarified by Rev. Proc. 91-39, 1991-2 C.B. 694), Rev. Proc. 95-11, 1995-1 C.B. 505, or Rev. Proc. 95-39, 1995-2 C.B. 399?

Corp. No.	Name of corporation	Answer to question 2		If "Yes" to (a) or (b) of question 2, list the member(s) and explain the circumstances.
		Yes	No	
65	Guanica-Caribe Land Development Corp.		X	
84	Grace Europe, Inc.		X	
21	A-1 Bit & Tool Co., Inc.		X	
60	Grace Tarpons Investors, Inc.		X	

**3** During the tax year, was there any arrangement in existence by which one or more persons that were not members of the affiliated group could acquire any stock, or acquire any voting power without acquiring stock, in the corporation, other than a de minimis amount, from the corporation or another member of the affiliated group?

Corp. No.	Name of corporation	Answer to question 3		Item 3a	Item 3b	Item 3c
		Yes	No			
65	Guanica-Caribe Land Development Corp.		X	%	%	%
84	Grace Europe, Inc.		X	%	%	%
21	A-1 Bit & Tool Co., Inc.		X	%	%	%
60	Grace Tarpons Investors, Inc.		X	%	%	%

Corp. No.	Item 3d - Provide a description of any arrangement.
65	
84	
21	
60	

**Sign Here**

Under penalties of perjury, I declare that I have examined this form, including accompanying statements, and to the best of my knowledge and belief, it is true, correct, and complete for the tax year as stated.

Signature of officer \_\_\_\_\_ Date \_\_\_\_\_ Title \_\_\_\_\_

**Part IV Additional Stock Information**

1 During the tax year, did the corporation have more than one class of stock outstanding?

Corp. No.	Name of corporation	Answer to question 1		If "Yes" to question 1, list and describe each class of stock.
		Yes	No	
35	G C Limited Partners I, Inc.		X	
70	Monolith Enterprises, Inc.		X	
46	Grace Culinary Systems, Inc.		X	
52	Grace Hotel Services Corporation		X	

2 During the tax year, was there (a) any member of the consolidated group that reaffiliated within 60 months of disaffiliation or (b) any member of the affiliated group that was deconsolidated under Rev. Proc. 91-11, 1991-1 C.B. 470 (as modified and clarified by Rev. Proc. 91-39, 1991-2 C.B. 694), Rev. Proc. 95-11, 1995-1 C.B. 505, or Rev. Proc. 95-39, 1995-2 C.B. 399?

Corp. No.	Name of corporation	Answer to question 2		If "Yes" to (a) or (b) of question 2, list the member(s) and explain the circumstances.
		Yes	No	
35	G C Limited Partners I, Inc.		X	
70	Monolith Enterprises, Inc.		X	
46	Grace Culinary Systems, Inc.		X	
52	Grace Hotel Services Corporation		X	

3 During the tax year, was there any arrangement in existence by which one or more persons that were not members of the affiliated group could acquire any stock, or acquire any voting power without acquiring stock, in the corporation, other than a de minimis amount, from the corporation or another member of the affiliated group?

Corp. No.	Name of corporation	Answer to question 3		Item 3a	Item 3b	Item 3c
		Yes	No			
35	G C Limited Partners I, Inc.		X	%	%	%
70	Monolith Enterprises, Inc.		X	%	%	%
46	Grace Culinary Systems, Inc.		X	%	%	%
52	Grace Hotel Services Corporation		X	%	%	%

Corp. No.	Item 3d - Provide a description of any arrangement.
35	
70	
46	
52	

**Sign Here**

Under penalties of perjury, I declare that I have examined this form, including accompanying statements, and to the best of my knowledge and belief, it is true, correct, and complete for the tax year as stated.

Signature of officer \_\_\_\_\_ Date \_\_\_\_\_ Title \_\_\_\_\_

**Part IV Additional Stock Information**

**1** During the tax year, did the corporation have more than one class of stock outstanding?

Corp. No.	Name of corporation	Answer to question 1		If "Yes" to question 1, list and describe each class of stock.
		Yes	No	
71	Monroe Street, Inc.		<input checked="" type="checkbox"/>	
55	Grace Management Services, Inc.		<input checked="" type="checkbox"/>	
69	LB Realty, Inc.		<input checked="" type="checkbox"/>	
50	Grace H-G Inc.		<input checked="" type="checkbox"/>	

**2** During the tax year, was there (a) any member of the consolidated group that reaffiliated within 60 months of disaffiliation or (b) any member of the affiliated group that was deconsolidated under Rev. Proc. 91-11, 1991-1 C.B. 470 (as modified and clarified by Rev. Proc. 91-39, 1991-2 C.B. 694), Rev. Proc. 95-11, 1995-1 C.B. 505, or Rev. Proc. 95-39, 1995-2 C.B. 399?

Corp. No.	Name of corporation	Answer to question 2		If "Yes" to (a) or (b) of question 2, list the member(s) and explain the circumstances.
		Yes	No	
71	Monroe Street, Inc.		<input checked="" type="checkbox"/>	
55	Grace Management Services, Inc.		<input checked="" type="checkbox"/>	
69	LB Realty, Inc.		<input checked="" type="checkbox"/>	
50	Grace H-G Inc.		<input checked="" type="checkbox"/>	

**3** During the tax year, was there any arrangement in existence by which one or more persons that were not members of the affiliated group could acquire any stock, or acquire any voting power without acquiring stock, in the corporation, other than a de minimis amount, from the corporation or another member of the affiliated group?

Corp. No.	Name of corporation	Answer to question 3		Item 3a	Item 3b	Item 3c
		Yes	No			
71	Monroe Street, Inc.		<input checked="" type="checkbox"/>	%	%	%
55	Grace Management Services, Inc.		<input checked="" type="checkbox"/>	%	%	%
69	LB Realty, Inc.		<input checked="" type="checkbox"/>	%	%	%
50	Grace H-G Inc.		<input checked="" type="checkbox"/>	%	%	%

Corp. No.	Item 3d - Provide a description of any arrangement.
71	
55	
69	
50	

**Sign Here**

Under penalties of perjury, I declare that I have examined this form, including accompanying statements, and to the best of my knowledge and belief, it is true, correct, and complete for the tax year as stated.

Signature of officer \_\_\_\_\_ Date \_\_\_\_\_ Title \_\_\_\_\_

**Part IV Additional Stock Information****1** During the tax year, did the corporation have more than one class of stock outstanding?

Corp. No.	Name of corporation	Answer to question 1		If "Yes" to question 1, list and describe each class of stock.
		Yes	No	
66	Hanover Square Corporation		X	
33	Ecarg, Inc.		X	
77	W.R. Grace Land Corp.		X	
36	G C Management, Inc.		X	

**2** During the tax year, was there (a) any member of the consolidated group that reaffiliated within 60 months of disaffiliation or (b) any member of the affiliated group that was deconsolidated under Rev. Proc. 91-11, 1991-1 C.B. 470 (as modified and clarified by Rev. Proc. 91-39, 1991-2 C.B. 694), Rev. Proc. 95-11, 1995-1 C.B. 505, or Rev. Proc. 95-39, 1995-2 C.B. 399?

Corp. No.	Name of corporation	Answer to question 2		If "Yes" to (a) or (b) of question 2, list the member(s) and explain the circumstances.
		Yes	No	
66	Hanover Square Corporation		X	
33	Ecarg, Inc.		X	
77	W.R. Grace Land Corp.		X	
36	G C Management, Inc.		X	

**3** During the tax year, was there any arrangement in existence by which one or more persons that were not members of the affiliated group could acquire any stock, or acquire any voting power without acquiring stock, in the corporation, other than a de minimis amount, from the corporation or another member of the affiliated group?

Corp. No.	Name of corporation	Answer to question 3		Item 3a	Item 3b	Item 3c
		Yes	No			
66	Hanover Square Corporation		X	%	%	%
33	Ecarg, Inc.		X	%	%	%
77	W.R. Grace Land Corp.		X	%	%	%
36	G C Management, Inc.		X	%	%	%

Corp. No.	Item 3d - Provide a description of any arrangement.
66	
33	
77	
36	

**Sign Here**

Under penalties of perjury, I declare that I have examined this form, including accompanying statements, and to the best of my knowledge and belief, it is true, correct, and complete for the tax year as stated.

Signature of officer

Date

Title

**Part IV Additional Stock Information**

**1** During the tax year, did the corporation have more than one class of stock outstanding?

Corp. No.	Name of corporation	Answer to question 1		If "Yes" to question 1, list and describe each class of stock.
		Yes	No	
53	Grace International Holdings, Inc.		<input checked="" type="checkbox"/>	
78	Water Street Corporation		<input checked="" type="checkbox"/>	
31	Del Taco Restaurants, Inc.		<input checked="" type="checkbox"/>	
76	W.R. Grace Capital Corp.		<input checked="" type="checkbox"/>	

**2** During the tax year, was there (a) any member of the consolidated group that reaffiliated within 60 months of disaffiliation or (b) any member of the affiliated group that was deconsolidated under Rev. Proc. 91-11, 1991-1 C.B. 470 (as modified and clarified by Rev. Proc. 91-39, 1991-2 C.B. 694), Rev. Proc. 95-11, 1995-1 C.B. 505, or Rev. Proc. 95-39, 1995-2 C.B. 399?

Corp. No.	Name of corporation	Answer to question 2		If "Yes" to (a) or (b) of question 2, list the member(s) and explain the circumstances.
		Yes	No	
53	Grace International Holdings, Inc.		<input checked="" type="checkbox"/>	
78	Water Street Corporation		<input checked="" type="checkbox"/>	
31	Del Taco Restaurants, Inc.		<input checked="" type="checkbox"/>	
76	W.R. Grace Capital Corp.		<input checked="" type="checkbox"/>	

**3** During the tax year, was there any arrangement in existence by which one or more persons that were not members of the affiliated group could acquire any stock, or acquire any voting power without acquiring stock, in the corporation, other than a de minimis amount, from the corporation or another member of the affiliated group?

Corp. No.	Name of corporation	Answer to question 3		Item 3a	Item 3b	Item 3c
		Yes	No			
53	Grace International Holdings, Inc.		<input checked="" type="checkbox"/>	%	%	%
78	Water Street Corporation		<input checked="" type="checkbox"/>	%	%	%
31	Del Taco Restaurants, Inc.		<input checked="" type="checkbox"/>	%	%	%
76	W.R. Grace Capital Corp.		<input checked="" type="checkbox"/>	%	%	%

Corp. No.	Item 3d - Provide a description of any arrangement.
53	
78	
31	
76	

**Sign Here**

Under penalties of perjury, I declare that I have examined this form, including accompanying statements, and to the best of my knowledge and belief, it is true, correct, and complete for the tax year as stated.

Signature of officer \_\_\_\_\_ Date \_\_\_\_\_ Title \_\_\_\_\_

**Part IV Additional Stock Information**

**1** During the tax year, did the corporation have more than one class of stock outstanding?

Corp. No.	Name of corporation	Answer to question 1		If "Yes" to question 1, list and describe each class of stock.
		Yes	No	
39	Gloucester New Communities Company, Inc.		<input checked="" type="checkbox"/>	
29	Creative Food 'N Fun Company		<input checked="" type="checkbox"/>	
57	Grace PAR Corporation		<input checked="" type="checkbox"/>	
41	Grace A-B Inc.		<input checked="" type="checkbox"/>	

**2** During the tax year, was there (a) any member of the consolidated group that reaffiliated within 60 months of disaffiliation or (b) any member of the affiliated group that was deconsolidated under Rev. Proc. 91-11, 1991-1 C.B. 470 (as modified and clarified by Rev. Proc. 91-39, 1991-2 C.B. 694), Rev. Proc. 95-11, 1995-1 C.B. 505, or Rev. Proc. 95-39, 1995-2 C.B. 399?

Corp. No.	Name of corporation	Answer to question 2		If "Yes" to (a) or (b) of question 2, list the member(s) and explain the circumstances.
		Yes	No	
39	Gloucester New Communities Company, Inc.		<input checked="" type="checkbox"/>	
29	Creative Food 'N Fun Company		<input checked="" type="checkbox"/>	
57	Grace PAR Corporation		<input checked="" type="checkbox"/>	
41	Grace A-B Inc.		<input checked="" type="checkbox"/>	

**3** During the tax year, was there any arrangement in existence by which one or more persons that were not members of the affiliated group could acquire any stock, or acquire any voting power without acquiring stock, in the corporation, other than a de minimis amount, from the corporation or another member of the affiliated group?

Corp. No.	Name of corporation	Answer to question 3		Item 3a	Item 3b	Item 3c
		Yes	No			
39	Gloucester New Communities Company, Inc.		<input checked="" type="checkbox"/>	%	%	%
29	Creative Food 'N Fun Company		<input checked="" type="checkbox"/>	%	%	%
57	Grace PAR Corporation		<input checked="" type="checkbox"/>	%	%	%
41	Grace A-B Inc.		<input checked="" type="checkbox"/>	%	%	%

Corp. No.	Item 3d - Provide a description of any arrangement.
39	
29	
57	
41	

**Sign Here**

Under penalties of perjury, I declare that I have examined this form, including accompanying statements, and to the best of my knowledge and belief, it is true, correct, and complete for the tax year as stated.

Signature of officer

Date

Title

**Part IV Additional Stock Information****1** During the tax year, did the corporation have more than one class of stock outstanding?

Corp. No.	Name of corporation	Answer to question 1		If "Yes" to question 1, list and describe each class of stock.
		Yes	No	
67	Homco International, Inc.		<input checked="" type="checkbox"/>	
40	GPC Thomasville Corp.		<input checked="" type="checkbox"/>	
61	Grace Ventures Corp.		<input checked="" type="checkbox"/>	
48	Grace Energy Corporation		<input checked="" type="checkbox"/>	

**2** During the tax year, was there (a) any member of the consolidated group that reaffiliated within 60 months of disaffiliation or (b) any member of the affiliated group that was deconsolidated under Rev. Proc. 91-11, 1991-1 C.B. 470 (as modified and clarified by Rev. Proc. 91-39, 1991-2 C.B. 694), Rev. Proc. 95-11, 1995-1 C.B. 505, or Rev. Proc. 95-39, 1995-2 C.B. 399?

Corp. No.	Name of corporation	Answer to question 2		If "Yes" to (a) or (b) of question 2, list the member(s) and explain the circumstances.
		Yes	No	
67	Homco International, Inc.		<input checked="" type="checkbox"/>	
40	GPC Thomasville Corp.		<input checked="" type="checkbox"/>	
61	Grace Ventures Corp.		<input checked="" type="checkbox"/>	
48	Grace Energy Corporation		<input checked="" type="checkbox"/>	

**3** During the tax year, was there any arrangement in existence by which one or more persons that were not members of the affiliated group could acquire any stock, or acquire any voting power without acquiring stock, in the corporation, other than a de minimis amount, from the corporation or another member of the affiliated group?

Corp. No.	Name of corporation	Answer to question 3		Item 3a	Item 3b	Item 3c
		Yes	No			
67	Homco International, Inc.		<input checked="" type="checkbox"/>	%	%	%
40	GPC Thomasville Corp.		<input checked="" type="checkbox"/>	%	%	%
61	Grace Ventures Corp.		<input checked="" type="checkbox"/>	%	%	%
48	Grace Energy Corporation		<input checked="" type="checkbox"/>	%	%	%

Corp. No.	Item 3d - Provide a description of any arrangement.
67	
40	
61	
48	

**Sign Here**

Under penalties of perjury, I declare that I have examined this form, including accompanying statements, and to the best of my knowledge and belief, it is true, correct, and complete for the tax year as stated.

Signature of officer

Date

Title

**Part IV Additional Stock Information**

1 During the tax year, did the corporation have more than one class of stock outstanding?

Corp. No.	Name of corporation	Answer to question 1		If "Yes" to question 1, list and describe each class of stock.
		Yes	No	
37	GEC Management Corporation		X	
44	Grace Chemicals, Inc.		X	
30	Darex Puerto Rico, Inc.		X	
56	Grace Offshore Company		X	

2 During the tax year, was there (a) any member of the consolidated group that reaffiliated within 60 months of disaffiliation or (b) any member of the affiliated group that was deconsolidated under Rev. Proc. 91-11, 1991-1 C.B. 470 (as modified and clarified by Rev. Proc. 91-39, 1991-2 C.B. 694), Rev. Proc. 95-11, 1995-1 C.B. 505, or Rev. Proc. 95-39, 1995-2 C.B. 399?

Corp. No.	Name of corporation	Answer to question 2		If "Yes" to (a) or (b) of question 2, list the member(s) and explain the circumstances.
		Yes	No	
37	GEC Management Corporation		X	
44	Grace Chemicals, Inc.		X	
30	Darex Puerto Rico, Inc.		X	
56	Grace Offshore Company		X	

3 During the tax year, was there any arrangement in existence by which one or more persons that were not members of the affiliated group could acquire any stock, or acquire any voting power without acquiring stock, in the corporation, other than a de minimis amount, from the corporation or another member of the affiliated group?

Corp. No.	Name of corporation	Answer to question 3		Item 3a	Item 3b	Item 3c
		Yes	No			
37	GEC Management Corporation		X	%	%	%
44	Grace Chemicals, Inc.		X	%	%	%
30	Darex Puerto Rico, Inc.		X	%	%	%
56	Grace Offshore Company		X	%	%	%

Corp. No.	Item 3d - Provide a description of any arrangement.
37	
44	
30	
56	

**Sign Here**

Under penalties of perjury, I declare that I have examined this form, including accompanying statements, and to the best of my knowledge and belief, it is true, correct, and complete for the tax year as stated.

Signature of officer \_\_\_\_\_ Date \_\_\_\_\_ Title \_\_\_\_\_



**Part IV Additional Stock Information****1** During the tax year, did the corporation have more than one class of stock outstanding?

Corp. No.	Name of corporation	Answer to question 1		If "Yes" to question 1, list and describe each class of stock.
		Yes	No	
26	Coalgrace, Inc.		<input checked="" type="checkbox"/>	
42	Grace A-B Inc. II		<input checked="" type="checkbox"/>	
51	Grace H-G II Inc.		<input checked="" type="checkbox"/>	
27	Coalgrace II, Inc.		<input checked="" type="checkbox"/>	

**2** During the tax year, was there (a) any member of the consolidated group that reaffiliated within 60 months of disaffiliation or (b) any member of the affiliated group that was deconsolidated under Rev. Proc. 91-11, 1991-1 C.B. 470 (as modified and clarified by Rev. Proc. 91-39, 1991-2 C.B. 694), Rev. Proc. 95-11, 1995-1 C.B. 505, or Rev. Proc. 95-39, 1995-2 C.B. 399?

Corp. No.	Name of corporation	Answer to question 2		If "Yes" to (a) or (b) of question 2, list the member(s) and explain the circumstances.
		Yes	No	
26	Coalgrace, Inc.		<input checked="" type="checkbox"/>	
42	Grace A-B Inc. II		<input checked="" type="checkbox"/>	
51	Grace H-G II Inc.		<input checked="" type="checkbox"/>	
27	Coalgrace II, Inc.		<input checked="" type="checkbox"/>	

**3** During the tax year, was there any arrangement in existence by which one or more persons that were not members of the affiliated group could acquire any stock, or acquire any voting power without acquiring stock, in the corporation, other than a de minimis amount, from the corporation or another member of the affiliated group?

Corp. No.	Name of corporation	Answer to question 3		Item 3a	Item 3b	Item 3c
		Yes	No			
26	Coalgrace, Inc.		<input checked="" type="checkbox"/>	%	%	%
42	Grace A-B Inc. II		<input checked="" type="checkbox"/>	%	%	%
51	Grace H-G II Inc.		<input checked="" type="checkbox"/>	%	%	%
27	Coalgrace II, Inc.		<input checked="" type="checkbox"/>	%	%	%

Corp. No.	Item 3d - Provide a description of any arrangement.
26	
42	
51	
27	

**Sign Here**

Under penalties of perjury, I declare that I have examined this form, including accompanying statements, and to the best of my knowledge and belief, it is true, correct, and complete for the tax year as stated.

Signature of officer

Date

Title

**Part IV Additional Stock Information**

1 During the tax year, did the corporation have more than one class of stock outstanding?

Corp. No.	Name of corporation	Answer to question 1		If "Yes" to question 1, list and describe each class of stock.
		Yes	No	
64	Gracoal II, Inc.		X	
63	Gracoal, Inc.		X	
47	Grace Drilling Company		X	
58	Grace Petroleum Lybia, Inc.		X	

2 During the tax year, was there (a) any member of the consolidated group that reaffiliated within 60 months of disaffiliation or (b) any member of the affiliated group that was deconsolidated under Rev. Proc. 91-11, 1991-1 C.B. 470 (as modified and clarified by Rev. Proc. 91-39, 1991-2 C.B. 694), Rev. Proc. 95-11, 1995-1 C.B. 505, or Rev. Proc. 95-39, 1995-2 C.B. 399?

Corp. No.	Name of corporation	Answer to question 2		If "Yes" to (a) or (b) of question 2, list the member(s) and explain the circumstances.
		Yes	No	
64	Gracoal II, Inc.		X	
63	Gracoal, Inc.		X	
47	Grace Drilling Company		X	
58	Grace Petroleum Lybia, Inc.		X	

3 During the tax year, was there any arrangement in existence by which one or more persons that were not members of the affiliated group could acquire any stock, or acquire any voting power without acquiring stock, in the corporation, other than a de minimis amount, from the corporation or another member of the affiliated group?

Corp. No.	Name of corporation	Answer to question 3		Item 3a	Item 3b	Item 3c
		Yes	No			
64	Gracoal II, Inc.		X	%	%	%
63	Gracoal, Inc.		X	%	%	%
47	Grace Drilling Company		X	%	%	%
58	Grace Petroleum Lybia, Inc.		X	%	%	%

Corp. No.	Item 3d - Provide a description of any arrangement.
64	
63	
47	
58	

**Sign Here**

Under penalties of perjury, I declare that I have examined this form, including accompanying statements, and to the best of my knowledge and belief, it is true, correct, and complete for the tax year as stated.

Signature of officer

Date

Title

**Part IV Additional Stock Information**

1 During the tax year, did the corporation have more than one class of stock outstanding?

Corp. No.	Name of corporation	Answer to question 1		If "Yes" to question 1, list and describe each class of stock.
		Yes	No	
83	Grace Germany Holdings, Inc.		X	
3	W.R. Grace & Co. - Conn.		X	

2 During the tax year, was there (a) any member of the consolidated group that reaffiliated within 60 months of disaffiliation or (b) any member of the affiliated group that was deconsolidated under Rev. Proc. 91-11, 1991-1 C.B. 470 (as modified and clarified by Rev. Proc. 91-39, 1991-2 C.B. 694), Rev. Proc. 95-11, 1995-1 C.B. 505, or Rev. Proc. 95-39, 1995-2 C.B. 399?

Corp. No.	Name of corporation	Answer to question 2		If "Yes" to (a) or (b) of question 2, list the member(s) and explain the circumstances.
		Yes	No	
83	Grace Germany Holdings, Inc.		X	
3	W.R. Grace & Co. - Conn.		X	

3 During the tax year, was there any arrangement in existence by which one or more persons that were not members of the affiliated group could acquire any stock, or acquire any voting power without acquiring stock, in the corporation, other than a de minimis amount, from the corporation or another member of the affiliated group?

Corp. No.	Name of corporation	Answer to question 3		Item 3a	Item 3b	Item 3c
		Yes	No			
83	Grace Germany Holdings, Inc.		X	%	%	%
3	W.R. Grace & Co. - Conn.		X	%	%	%
				%	%	%
				%	%	%

Corp. No.	Item 3d - Provide a description of any arrangement.
83	
3	

**Sign Here**

Under penalties of perjury, I declare that I have examined this form, including accompanying statements, and to the best of my knowledge and belief, it is true, correct, and complete for the tax year as stated.

Signature of officer \_\_\_\_\_ Date \_\_\_\_\_ Title \_\_\_\_\_

**W. R. GRACE & CO. AND SUBSIDIARIES**

**List Of Members Of Controlled Group**  
**(Not Included In The Consolidated Return)**

**EUROPE**

**BELGIUM**

Grace N. V.  
Grace Silica N. V.

**DENMARK**

W. R. Grace A/S

**ENGLAND**

AA Consultancy & Cleaning Co., Ltd.  
Borndear 1 Ltd.  
Borndear 2 Ltd.  
Borndear 3 Limited  
Chasmbridge Limited  
Cormix Ltd.  
Darex UK Limited  
Emerson & Cuming (Trading) Ltd.  
Emerson & Cuming (UK) Ltd.  
Grace Construction Products, Ltd.  
Pieri U.K. Limited  
Servicised Limited  
W. R. Grace Limited

**FRANCE**

Etablissements Pieri S. A.  
W. R. Grace S. A.

**GERMANY**

Advanced Refining Technologies GmbH  
Grace Darex GmbH  
Grace GmbH & Co. KG  
Grace Holding GmbH  
Grace Silicia GmbH

**GREECE**

Grace Hellas E.P.E.

**HUNGARY**

Grace Ertekesito Kft.

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EUROPE

IRELAND

Amicon Ireland Limited  
Grace Construction Products (Ireland) Limited  
Trans-Meridian Dublin Limited

ITALY

W.R. Grace Italiana S.p.A.

NETHERLANDS

Amicon B.V.  
Denac Nederland B.V.  
Storm Van Bentem & Kluyver B.V.

POLAND

W.R. Grace Sp. Zo.o.

RUSSIA

A/O Grace Kriz  
Darex CIS LLC

SPAIN

Grace, S. A.  
Pieri Especialidades, S. L.

SWEDEN

Grace AB (Sweden)  
Grace Sweden AB

SWITZERLAND

Pieri S. A.

ASIA-PACIFIC REGION

AUSTRALIA

Grace Australia Pty. Ltd.

CHINA

Grace China Ltd.

**ASIA-PACIFIC REGION**

**HONG KONG**

W. R. Grace (Hong Kong) Limited  
W. R. Grace Southeast Asia Holdings Limited

**INDIA**

W.R. Grace & Co. (India) Private Ltd.

**INDONESIA**

P. T. Grace Specialty Chemicals Indonesia

**JAPAN**

Grace Chemicals K.K.  
Grace Japan K. K.

**KOREA**

Grace Korea Inc.

**MALAYSIA**

W. R. Grace (Malaysia) Sendirian Berhad  
W. R. Grace Specialty Chemicals (Malaysia) Sdn. Bhd.

**NEW ZEALAND**

Grace (NZ) Ltd.

**PHILIPPINES**

W. R. Grace (Philippines) Inc.

**SINGAPORE**

W. R. Grace (Singapore) Private Ltd.

**SOUTH AFRICA**

Grace Davison (Proprietary) Limited  
W.R. Grace Africa (Pty.) Limited

**TAIWAN**

Grace Taiwan, Inc.

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ASIA-PACIFIC REGION

THAILAND

W. R. Grace (Thailand) Limited

LATIN AMERICA

ARGENTINA

WRG Argentina S.A.  
W. R. Grace Argentina S.A.

BRAZIL

Grace Brasil Ltda.  
Grace Davison Ltda.  
PEADCO - Engenharia, Comercio E Industria Ltda.

CHILE

Grace Quimica Compania Limitada

COLOMBIA

Grace Colombia, S.A.  
WRG Colombia, S.A.

MEXICO

Grace Container, S.A. de C.V.  
W.R. Grace Holdings, S.A. de C.V.

VENEZUELA

Grace Venezuela, S.A.  
Inversione GSC, S.A.

OTHER

CANADA

GEC Divestment Corporation  
Grace Canada, Inc.  
W.R. Grace Finance (NRO) Ltd.

CUBA

Envases Industriales y Comerciales, S. A.  
Papelera Camagueyana, S. A.

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**NETHERLANDS ANTILLES**

W. R. Grace N. V.



Rider To Form 5713

December 31, 2001

To comply with the international boycott provisions of IRC §999, W. R. Grace & Co. distributed a questionnaire, along with detailed instructions, to the financial executives of Operating Groups that have operations outside the United States. All Groups responded completely.

A study of these replies along with supplementary information indicated that W. R. Grace & Co. and its subsidiaries did not participate in prohibited boycott activities pursuant to Treasury Guidelines issued on January 20, 1978 and November 14, 1979 and clarified on April 9, 1984.

The questionnaire, responses and other supplemental information are maintained at the taxpayer's main office and are available for inspection.

Form 5713, Part I, Question 8Summary Of Operations In Or Related To Boycotting CountriesDecember 31, 2001

<u>Company</u>	<u>Countries</u>	<u>Taxpayer ID No. of Person Having Operations</u>	<u>Code</u>	<u>Principal Business Activity Description</u>
Grace Construction Products Limited	Bahrain Oman Qatar Saudi Arabia United Arab Emirates Yemen Arab Republic		325900	Industrial Chemicals
Grace Darex GmbH	Lebanon Saudi Arabia Syria United Arab Emirates Yemen Arab Republic		325900	Industrial Chemicals
Grace G.m.b.H. & Co. KG	Bahrain Jordan Kuwait Lebanon Saudi Arabia United Arab Emirates		325900	Industrial Chemicals
Grace Italiana	United Arab Emirates		325900	Industrial Chemicals
Grace UK Limited	Saudi Arabia		325900	Industrial Chemicals
W. R. Grace & Co.-Conn.	Saudi Arabia United Arab Emirates	13-5114230	325900	Industrial Chemicals
W. R. Grace (Hong Kong) Limited	United Arab Emirates		325900	Industrial Chemicals

Form 5713, Part I, Question 10Summary Of Operations In Or Related To Boycotting Countries Other Than IsraelDecember 31, 2001

<u>Company</u>	<u>Countries</u>	<u>Taxpayer ID No. of Person Having Operations</u>	<u>Code</u>	<u>Principal Business Activity Description</u>
Grace Construction Products Limited	Singapore		325900	Industrial Chemicals
Grace Darex GmbH	Philippines Singapore Venezuela		325900	Idustrial Chemicals
Darex UK Limited	Singapore		325900	Industrial Chemicals
W. R. Grace & Co.-Conn.	Jamaica Malaysia Singapore Trinidad Venezuela		325900	Industrial Chemicals

Form **8594**(Rev. July 1998)  
Department of the Treasury  
Internal Revenue Service**Asset Acquisition Statement****Under Section 1060**

OMB No. 1545-1021

Attachment  
Sequence No. **61**▶ **Attach to your Federal income tax return.**

Name as shown on return

Y. R. GRACE &amp; CO. - CONN.

Identification number as shown on return

13-5114230

Check the box that identifies you:

☒ Buyer☐ Seller**Part I General Information** — To be completed by all filers.

1 Name of other party to the transaction

E.I. DuPont De Nemours and Company

Other party's identification number

51-0014090

Address (number, street, and room or suite no.)

1007 Market Street

City or town, state, and ZIP code

Willmington, Delaware 19898

2 Date of sale

06/28/2000

3 Total sales price

21,875,272

**Part II Assets Transferred** — To be completed by all filers of an original statement.

4 Assets	Aggregate Fair Market Value (Actual Amount for Class I)	Allocation of Sales Price
Class I	\$	\$
Class II	\$	\$
Class III	\$ 17,938,729	\$ 17,938,729
Classes IV and V	\$ 3,936,543	\$ 3,936,543
Total	\$ 21,875,272	\$ 21,875,272

5 Did the buyer and seller provide for an allocation of the sales price in the sales contract or in another written document signed by both parties? ☐ Yes ☒ No  
 If "Yes," are the aggregate fair market values listed for each of asset Classes I, II, III, IV and V the amounts agreed upon in your sales contract or in a separate written document? ☐ Yes ☐ No

6 In connection with the purchase of the group of assets, did the buyer also purchase a license or a covenant not to compete, or enter into a lease agreement, employment contract, management contract, or similar arrangement with the seller (or managers, directors, owners, or employees of the seller)? ☒ Yes ☐ No  
 If "Yes," specify (a) the type of agreement, and (b) the maximum amount of consideration (not including interest) paid or to be paid under the agreement. See the instructions for line 6.

Covenant not to compete - no specific value assigned

**Part III Supplemental Statement** — To be completed only if amending an original statement or previously filed supplemental statement because of an increase or decrease in consideration.

7 Assets	Allocation of Sales Price as Previously Reported	Increase or (Decrease)	Redetermined Allocation of Sales Price
Class I	\$	\$	\$
Class II	\$	\$	\$
Class III	\$ 17,938,729	\$ 0.00	\$ 17,938,729
Classes IV and V	\$ 2,097,271	\$ 1,839,272	\$ 3,936,543
Total	\$ 20,036,000		\$ 21,875,272

8 Reason(s) for increase or decrease. Attach additional sheets if more space is needed.

9 Tax year and tax return form number with which the original Form 8594 and any supplemental statements were filed.

► Attach to your Federal income tax return.

Name as shown on return

Identification number as shown on return

W.R. Grace & Co. - Conn.

13-5114230

Check the box that identifies you:

☐ Buyer

☒ Seller

**Part I General Information** - To be completed by all filers.

1 Name of other party to the transaction

Other party's identification number

ILLINOIS TOOL WORKS INC.

Address (number, street, and room or suite no.)

3600 West Lake Avenue

City or town, state, and ZIP code

Glenview, IL 60025

2 Date of sale

03/23/2001

3 Total sales price

3,600,000

**Part II Assets Transferred** - To be completed by all filers of an original statement.

4 Assets	Aggregate Fair Market Value (Actual Amount for Class I)	Allocation of Sales Price
Class I	\$	\$
Class II	\$	\$
Class III	\$ 57,055	\$ 57,055
Classes IV and V	\$ 3,542,945	\$ 3,542,945
Total	\$ 3,600,000	\$ 3,600,000

5 Did the buyer and seller provide for an allocation of the sales price in the sales contract or in another written document signed by both parties? ☒ Yes ☐ No  
If "Yes," are the aggregate fair market values listed for each of asset Classes I, II, III, IV and V the amounts agreed upon in your sales contract or in a separate written document? ☒ Yes ☐ No

6 In connection with the purchase of the group of assets, did the buyer also purchase a license or a covenant not to compete, or enter into a lease agreement, employment contract, management contract, or similar arrangement with the seller (or managers, directors, owners, or employees of the seller)? ☐ Yes ☒ No  
If "Yes," specify (a) the type of agreement, and (b) the maximum amount of consideration (not including interest) paid or to be paid under the agreement. See the instructions for line 6.